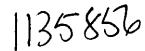


UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

# FORM D

# NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION



OME	3 APPROVAL
OMB Num	ber: 3235-0076
Expires:	April 30,2008
Estimated	average burden
hours per	response 16.00
850	USE ONLY
	·····
Prefix	Serial
DAT	E RECEIVED



Name of Offering ( check if this is an amendment and name has changed, and indicate change.) Flexible Premium Variable Universal Group Life Insurance Policy-PPL1536 Filing Under (Check b ox(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) Type of Filing: New Filing Amendment PROCESSED A. BASIC IDENTIFICATION DATA 1. Enter the information requested about the issuer APR\_1 7 2007 Name of Issuer ( check if this is an amendment and name has changed, and indicate change.) THOMSON Nationwide Private Placement Variable Account FINANCIAL Address of Executive Offices Telephone Number (Including Area Code (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215 (614) 249-7111 Address of Principal Business Operations (Number and Street, City, State, Zip Telephone Number (Including Area Code) Code) (if different from Executive Offices) Brief Description of Business Variable Insurance Products Type of Business Organization corporation limited partnership, already formed other (please specify) Insurance Company Separate Account business trust limited partnership, to be formed Year Actual or Estimated Date of Incorporation or Organization Month Year [98] Actual [05] Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction) [O] [H]

## **GENERAL INSTRUCTIONS:**

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.



This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

### ATTENTION Failure to file notice in the appropriate states will not result in a loss of the lederal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Beneficial Owner Check Box(es) that Apply: Promoter Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Alutto, Joseph A. Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215 Director Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer General and/or Managing Partner Full Name (Last name first, if individual) Brocksmith, Jr. James G. Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Eckel, Keith W. Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Mille de Lombera, Martha J. Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) Jurgensen, W.G.
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner
Fuli Name (Last name first, if individual) Marshall, Lydia M.
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner
Full Name (Last name first, if individual) McWhorter, Donald L.
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215
(Use blank sheet, or copy and use additional copies of this sheet, as necessary)
B. INFORMATION ABOUT OFFERING
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.
Full Name (Last name first, if individual) Russell, Steven
Business or Residence Address (Number and Street, City, State, Zip Code) 300 International Parkway, Suite 270, Heathrow FL 32746
Name of Associated Broker or Dealer  Newport Group  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)
AL AK AZ AR CO CT DE DC FL GA HI ID
IL IN IA KS KY LA ME MD MA MI MN MS MO
MT NE NV NH NJ NM NY NC ND OH OK OR PA
RI SC SD TN TX UT VT VA WA WV WI WY PR

	·											
Full Name Stecher, Da	•	e first, if in	dividual)									
Business o		e Address (	Number ar	nd Street, C	ity, State, 7	Zin Code)						
12340 ELC						,						
Name of A			Dealer									
Retirement												
					s to Solicit						<b>п</b> а	
((	Check "All	States" or	check indi	vidual State	es)					***********	All Sta	ites
				(C.S.)							· · · · ·	
AL	AK	AZ	AR	8	CO	CT	DE	DC	FL	GA	HI	ID
			77.0			ME	Lun	144		TAN	MC	MO
II.	IN	IA	KS	KY	1.A	ME	MD	MA	MI	MN	MS	МО
МТ	NE	NV	NH	NJ	NM	NY	NC	ND	ОН	OK	OR	PA
,,,	1,10	.,,	.,,,		1444		1.0			<u> </u>	<u> </u>	
RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
	L						L	لــــــــــــــــــــــــــــــــــــ				L
Full Name	(Last name	e first, if in	idividual)									
15	- 12 2 1		/NI1	- 1 6 6	Vice Ctere 7	E- C- 1-1					i.	<del></del>
Business o	r Residenc	e Address	(Number a	nd Street, C	lity, State, 2	Zip Code)						
Name of A	Associated I	Broker or E	Dealer				<del></del> -		-			<del></del>
Traine of 7	.550014104 1	210101 01 1	-cuici									
States in V	Vhich Perso	n Listed H	las Solicite	d or Intend	s to Solicit	Purchasers						
(6	Check "All	States" or	check indi	vidual State	es)						. All Sta	ates
AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID
II.	IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
					·—							
· · · · · ·	[ ]		<b>,</b>				Tue T	1.15				
MT	NE	NV	NH	NJ	NM	NY	NC	ND	OH	OK	OR	PA
RI	SC	SD	TN	Тх	UT	VT	VA	WA	wv	WL	WY	PR

(use blank sheet, or copy and use additional copies of this sheet, as necessary.)

	amount already sold. Enter .0. if the answer is .none. or .zero If the transaction is an exchange offering, check this box  and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	Aggregate	Amount Already
	Type of Security	Offering Price	Sold
	Debt	S	S
	Equity	\$	S
	Common Preferred		
	Convertible Securities (including warrants).	\$	\$
	Partnership Interests.	\$	\$
	Other (Specify: Variable Life Insurance Policy)	\$7,442,798	\$4,044,076
	Total	\$7,442,798	\$4,044,076
	Answer also in Appendix, Column 3, if filing under ULOE.	J7, (12,770	Ψ1,011,010
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
	Accredited Investors.	Number Investors	Aggregate Dollar Amount Of Purchases
	Non-accredited Investors.	1	\$4,044,076 \$
	Total (for filings under Rule 504 only)	1	\$4,044,076
	Answer also in Appendix, Column 4, if filing under ULOE.	1	\$4,044,070
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C. Question 1.	Time of	Dellas America
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505		\$
	Regulation A		s
	Rule 504		\$
	Total		S
1.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not know, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		S
	Printing and Engraving Costs	Ħ	s
	Legal Fees	H	\$
	Accounting Fees	片	s
	Engineering Fees.	Ħ	\$
	Sales Commissions (specify finder's fees separately)	Ħ	\$255,181
	Other Expenses (identify)	Ħ	\$

response to Part C – Question 4.a. This difference is the "adjusted gross proceeds to the issuer."		\$7,187,617
Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used for each of the purposes show. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set fort in response to Part C – Question 4.b. above.	Payments to Officers, Directors, & Affiliates	- Payments to Others
Salaries and fees	s	□s
Purchase of real estate	<b></b> \$	□s
Purchase, rental or leasing and installation of machinery and equipment	s	s
Construction or leasing of plant buildings and facilities	<u></u> \$	□s
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	<b>\$</b>	s
Repayment of indebtedness	□s	∏s
Working capital	s	s
Other (specify):	s	□\$
	s	s
Column Totals	□s	∏s
		<b>□</b> Ψ
Total Payments Listed (column totals added)	□s_	

### D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type)
Nationwide Private Placement
Variable Account

Name of Signer (Print or Type)
April VanDervort

Signature

Title of Signer (Print or Type) Associate Vice President Date 4/9/07

		_		 		
Λ7	т	ᆮ	N	IO	Ν	
-		Г.	ıv	 		

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	<del> </del>	E (	STATE SIGNAT	PELIDIC			
		E. 3	STATE SIGNAT	UKE			
1.	Is any party described disqualification Yes I				Yes	No ⊠	
	See A	appendix, Colum	n 5, for state respon	ise.			
2.	The undersigned issu filed a notice on Form				tor of any state in white law.	ch this notice is	
3.	The undersigned issu furnished by the issue		akes to furnish to th	e state administrat	tors, upon written requ	est, information	
4.	to the Uniform limite	d Offering Exem	ption (ULOE) of th	ie state in which th	ions that must be satist his notice is filed and u blishing that these con	inderstands that	
The issuer has its behalf by th	read this notification a e undersigned duly aut	and knows the co horized person.	ontents to be true ar	nd has duly caused	d this notice to be sign	ned on	
Issuer (Print or Type) Nationwide Private Placement Variable Account		Signature Date 14/9/07					
Name of Sign April VanDer	ner (Print or Type) vort	Title of Signer Associate Vic	r (Print or Type) e President				

# Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

	T			A	PPENDIX						
l		2	3		4						
	to not	nded to sell n-accredited tors in State t B-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	ту		and amount purchased (Part C-Item2)	in State	Disquali under ULOE atta explana waiver g (Part E-	State (if yes, ich ition of granted)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No		

AK									L	⅃		Ц	
AZ					!				[				
AR									Γ	7		$\Box$	
CA				Variable Life Insurance 7,442,798	1	4.044,076			Ē	j	i		
CO	П			· · · · · · · · · · · · · · · · · · ·				<del> </del>	Г			П	
CT	一一	1	<u> </u>						<u> </u>	╡┈		計	
DE	Ħ		Ħ						<del> -</del>	┪	-	Ħ	$\dashv$
DC	H		Ħ						<b>├</b>	╡		<u> </u>	
FL	H		$\dashv$			·			<del>                                     </del>			H	_
GA	- <del> -</del>  -	╬──	H						┞╌╞	┽	<del> </del>	붐	-
	H								┝╌╞			H	_
HI	片		<u> </u>						┝		H	뭐	_
ID	片片		<u> Н</u>						┝	4		닏	$\dashv$
IL	<del>   - </del>	<u> </u>	片						┝	_		Щ	4
IN	<b>├</b> ;;;	- <del> </del> -	<u> </u>						┝			닏	4
IA	닏	-	<u> </u>						┝	ᆗ		Щ	_
KS	빝		<u> </u>						<del></del>	ᆗ	]	Щ	
KY	Щ		Щ						<u> </u> _	╝		$\underline{\sqcup}$	_
LA		<u> </u>							╙				
ME	<u> </u>		<u> </u>								.		
MD													
MA													
MI													
MN													
MS									Ī	٦		$\overline{\sqcap}$	
MO									一直	一		Ī	$\neg$
MT									Ī	₹~	-	Ħ	
NE	Ħ		一一						┌	=	<del>                                     </del>	岗	_
NV	Ħ	·	一						┝	ヿ	H	Ħ	$\dashv$
NH	Ħ	1	Ħ					-	<del> </del>	┽~		붐	
NJ	Ħ		<b>—</b>						<u> </u>	╡		片	$\dashv$
NM	片		<del>                                      </del>						<del>├─</del> ┾	╡		H	$\dashv$
NY	H	1	<del></del>						┝╌╞	≓	<del> -</del>	片	
NC	H	+-	一						┝	╡┈	-	믬	
ND	片片								┝	┽		片	_
OH	┝╫	$\vdash$	<del>  </del>						┝╌╞	╡—	H	믬	
OK	늗늗								늗늗	┽		片	_
	님		<u> </u>			-			<del>├</del>	┽—		Щ	4
OR	<u> </u>	ــــــــــــــــــــــــــــــــــــــ	Ш.						<u> </u>			Щ	
				··········	A	PPENDIX							
	ļ. <u>.</u>												
1				3			4			Ś			
Intended to sell to non-accredited investors in State (Part B-Item 1)			redited n State	Type of security and aggregate offering price offered in state (Part C-Item 1)	Ту	pe of investor (	and amount purchased Part C-Item2)	in State	U ex wa	squali under LOE atta iplana iiver g art E-	State (if year) of the state of	te /es, r of ted)	)
State	Yes		No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount		es		No	
PA		1	$\Box$									$\overline{}$	$\dashv$

RI										
SC		Ī								<u> </u>
SD			]							Ц_
TN		[							_	닖-
TX										쓹
UT			<u>.                                    </u>					<del>_</del>		닕
VT		[							$\perp$	片
VA										屵
WA		<u> </u>	<u> </u>						.	井
WV	<u> </u>	<u> </u>	ᆗ						+	쓹-
WI	Ц.	<u> </u>								뷰
WY	<u></u>	<u> </u>		<u> </u>					_	뷰
PR	<u> </u>								Ш.	<u> </u>
Miller, E	ne (Las David C	st name	e first,	if individual)	Beneficial Owner	Executive Offi	cer 🛛 Director	General and Managing Pa		
One Nat	ionwid	le Plaz	a, Col	Promoter		Executive Offi	cer Director	General and	l/or	
Check B	ox(es)	inat A	рріу:	Fromoter	Belleticiai Owlici	Executive Offi	cc. Zapircewi	Managing Pa		
Pattersor	n, Jame	es F.		if individual)						
				ress (Number and umbus, OH 432	d Street, City, State, Zip 15	Code)				
Check B	lox(es)	that A	pply:	Promoter	Beneficial Owner	Executive Offi	cer Director	General and Managing P		
Full Nar Prothro,			e first	if individual)						
				ress (Number an umbus, OH 432	d Street, City, State, Zip 15	Code)				
Check E	Box(es)	that A	pply:	Promoter	Beneficial Owner	Executive Off	icer \(\overline{\overline	General an Managing P		
Full Nat Shisler,			e first	, if individual)	· · · · · · · · · · · · · · · · · ·					
				ress (Number an umbus, OH 432	d Street, City, State, Zi	p Code)				
Check I	3ox(es)	) that A	Apply:	Promoter	Beneficial Owner	Executive Off	icer Director	r General an Managing P		
Full Na Shulma			ne first	, if individual)			· · · · · · · · · · · · · · · · · · ·	•		
				lress (Number an lumbus, OH 432	d Street, City, State, Zi	p Code)				
								060		

